

1 **DIEMER & WEI, LLP**

2 Kathryn S. Diemer (#133977)  
3 100 West San Fernando Street, Suite 555  
4 San Jose, CA 95113  
5 Telephone: (408) 971-6270  
6 Facsimile: (408) 971-6271  
7 Email: kdiemer@diemerwei.com

8 -and-

9 **WILLKIE FARR & GALLAGHER LLP**

10 Matthew A. Feldman (*pro hac vice*)  
11 Joseph G. Minias (*pro hac vice*)  
12 Benjamin P. McCallen (*pro hac vice*)  
13 Daniel I. Forman (*pro hac vice*)  
14 787 Seventh Avenue  
15 New York, NY 10019  
16 Telephone: (212) 728-8000  
17 Facsimile: (212) 728-8111  
18 Email: mfeldman@willkie.com  
19 jminias@willkie.com  
20 bmccallen@willkie.com  
21 dforman@willkie.com

22 *Counsel for Ad Hoc Group of Subrogation Claim Holders*

23 **UNITED STATES BANKRUPTCY COURT**  
24 **NORTHERN DISTRICT OF CALIFORNIA**  
25 **SAN FRANCISCO DIVISION**

26 In re:

27 PG&E CORPORATION,

28 -and-

PACIFIC GAS AND ELECTRIC  
COMPANY,

Debtors.

- ☐ Affects PG&E Corporation  
☐ Affects Pacific Gas and Electric Company  
☒ Affects both Debtors

\* All papers shall be filed in the lead case,  
No. 19-30088 (DM)

Bankr. Case No. 19-30088 (DM)  
Chapter 11  
(Jointly Administered)

**DECLARATION OF BENJAMIN P. MCCALLEN  
IN SUPPORT OF THE AD HOC GROUP OF  
SUBROGATION CLAIM HOLDERS' MOTION  
PURSUANT TO 11 U.S.C. §§ 105(A) AND 107(B)  
AND FED. R. BANKR. P. 9018 FOR ENTRY OF  
AN ORDER AUTHORIZING THE FILING OF  
CERTAIN DOCUMENTS UNDER SEAL**

**[No Hearing Requested]**

1 I, Benjamin P. McCallen, declare as follows:

2 1. I am a member of the firm of Willkie Farr & Gallagher LLP (“**Willkie**”). I am  
3 counsel to the Ad Hoc Group of Subrogation Claim Holders (the “**Ad Hoc Subrogation Group**”).  
4 I submit this declaration (“**Declaration**”) in Support of the *Ad Hoc Subrogation Group’s Motion*  
5 *Pursuant to 11 U.S.C. §§ 105(a) and 107(b) and Fed. R. Bankr. P. 9018 for Entry of An Order*  
6 *Authorizing The Filing of Certain Documents Under Seal* (the “**Motion**”).

7 2. The facts set forth in this Declaration are based upon my personal knowledge, my  
8 review of the relevant documents, or information provided to me by other advisors to the Ad Hoc  
9 Subrogation Group, including other attorneys at Willkie. If called upon to testify, I would testify  
10 competently to the facts set forth in this Declaration.

11 3. In Support of the *Statement of the Ad Hoc Group of Subrogation Claim Holders*, filed  
12 in advance of this Court’s November 13, 2019 hearing, the Ad Hoc Subrogation Group seeks to file  
13 two documents (the “**Model Release Attachments**”) that the Debtors have designated either  
14 “CONFIDENTIAL” or “PROFESSIONAL EYES ONLY.” Pursuant to Section 7.5 of the  
15 Court’s *Confidentiality and Protective Order* [Dkt No. 3405], the Model Release Attachments must  
16 be filed under seal.

17 I declare under penalty of perjury of the laws of the United States that the foregoing is true  
18 and correct.

19 Executed on the 11th day of November, 2019 at New York, New York.

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22  
23 /s/ Benjamin P. McCallen

24 Benjamin P. McCallen  
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